

CERTIFICATE OF INCORPORATION
OF
JEWELERS SHIPPING ASSOCIATION

FIRST: The name of the corporation is Jewelers Shipping Association.

SECOND: Its principal office in the State of Delaware is located at No. 100 West Tenth Street in the City of Wilmington, County of New Castle. The name and address of its resident agent is The Corporation Trust Company, No. 100 West Tenth Street, Wilmington 99, Delaware.

THIRD: The objects or purposes to be promoted or carried on are:

To move, transport and carry, anywhere in the world and by any and all facilities, jewelry-type freight and such other freight as may be economically conjoined therewith in bulk or consolidated shipments to the end that such jewelry-type freight may be moved, transported and carried with the greatest degree of economy and efficiency to the members of the corporation; and to furnish the members of the corporation with advice, service and assistance in connection with the marketing, distribution, sale and delivery of their products in the markets of the world.

In furtherance of, and not in limitation of the general powers conferred by the laws of the State of Delaware, and the objects and purposes herein set forth, it is expressly provided

that this corporation shall also have the following powers, viz:

Acting through its Board of Directors, its President and other officers, subject to the powers and restrictions of this Certificate of Incorporation, and its By-laws, to do all such acts as are necessary or convenient to the attainment of the objects and purposes herein set forth, and to the same extent and as fully as any natural person might or could do.

To purchase, lease, hold, sell, mortgage, and otherwise acquire and dispose of real or personal property; to enter into, make, perform and carry out contracts of every kind with any person, firm, corporation and association; to do any acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in this Certificate of Incorporation and not forbidden by the laws of the State of Delaware.

To have offices and promote and carry on its objects and purposes within or without the State of Delaware, in other states, the District of Columbia, the territories or colonies of the United States and foreign countries.

To own and hold memberships in other associations formed under any laws of this state, or any other state, country, nation, or government, and while the holder thereof, to exercise all the rights of membership.

To make agreements of mutual aid or federation with other associations, other groups organized on a co-operative basis, and other nonprofit groups.

In general, to have all powers conferred upon a corporation by the laws of the State of Delaware, except as herein prohibited or forbidden by the By-laws of this corporation.

FOURTH: The corporation shall not have any capital stock. The conditions of membership shall be as follows, viz: The membership shall consist of persons, organizations and corporations who (1) are members in good standing of Manufacturing Jewelers and Silversmiths of America Inc., a Rhode Island corporation, (2) utilize the facilities of this corporation, (3) accept the published rules and regulations of this corporation, and (4) in the month of January of each year pay Ten Dollars annual dues to the corporation. The membership shall also consist of nonmembers of Manufacturing Jewelers and Silversmiths of America Inc. who fulfill the requirements set forth under (2), (3), and (4), above, and in addition are approved by the Membership Committee of the corporation appointed by the Board of Directors. Any member joining other than in the month of January shall be required to pay Ten Dollars dues at the time of joining as well as the Ten Dollars dues payable the next ensuing January.

FIFTH: The names and places of residence of the incorporators are as follows:

<u>Names</u>	<u>Residences</u>
George R. Frankovich	29 Weeden Avenue East Providence Rhode Island
William E. Smith	63 Boylston Avenue Providence Rhode Island
William A. Carroll	251 Spring Green Road Warwick Rhode Island

SIXTH: The corporation shall have perpetual existence.

SEVENTH: The private property of the members shall not be subject to the payment of corporate debts.

WE, THE UNDERSIGNED, being each of the incorporators herein-
before named, for the purpose of forming a corporation pursuant
to Chapter 1 of Title 8 of The Delaware Code, do make this
certificate, hereby declaring and certifying that the facts
herein stated are true, and accordingly have hereunto set our
hands and seals this 5th day of November A. D. 1962.

George R. Frankovich
George R. Frankovich

William E. Smith
William E. Smith

William A. Carroll
William A. Carroll

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

BE IT REMEMBERED that on this fifth day of November A. D.
1962, personally came before me, a Notary Public for the State
of Rhode Island, George R. Frankovich, William E. Smith and
William A. Carroll, all of the parties to the foregoing Certifi-
cate of Incorporation, known to me personally to be such, and
severally acknowledged the said certificate to be the act and
deed of the signers respectively, and that the facts therein
stated are truly set forth.

GIVEN UNDER MY HAND AND SEAL OF OFFICE the day and year
aforesaid.

ANN C. LIPRY
NOTARY PUBLIC
RHODE ISLAND

Ann C. Lipry
Notary Public

Name <u>Jewelers Shipping Association</u>		Where Inc. <u>23613</u> <u>Delaware</u>
Form'l'y		Date of ch'ge
Att'y <u>Robert W. Shadd, 2200 Ind. Bk. Bldg., Prov., R.I.</u>		
Ad.		
When filed <u>November 9, 1962</u>		
Office In R. I. <u>189 Charles St., Prov.</u>	Home Office <u>100 West Tenth St. Wilmington 99, Delaware</u>	
Revoked	New P'w'r Filed	
New Att'y	Ad.	
Name ch'g'd to	Date	

previous reports filed	ANNUAL REPORT FILED	
1967 NOV 29 1971	1979 SEP. 26 1979	1991
1968 NOV 29 1971	1980 APR 21 1980	1992
1969 NOV 29 1971	1981 JUL 30 1981	1993
1970 NOV 29 1971	1982 MAR 21 1982	1994
1971 NOV 29 1971	1983 JAN 18 1983	1995
1972 FEB 16 1972	1984 JAN 17 1984	1996
1973 JAN 30 1973	1985	1997
1974 FEB 28 1974	1986	1998
1975 JAN 8 1975	1987	1999
1976 FEB 20 1976	1988	2000
1977 FEB 21 1977	1989	2001
1978 MAR 26 1978	1990	2002